

EXHIBIT 2

Certification and Authorization of Named Plaintiff Pursuant to Federal Securities Laws

The individual or institution listed below (the "Plaintiff") authorizes and, upon execution of the accompanying retainer agreement by The Rosen Law Firm P.A., retains The Rosen Law Firm P.A. to file an action under the federal securities laws to recover damages and to seek other relief against Gridsum Holding Inc.. The Rosen Law Firm P.A. will prosecute the action on a contingent fee basis and will advance all costs and expenses. The Gridsum Holding Inc.. Retention Agreement provided to the Plaintiff is incorporated by reference, upon execution by The Rosen Law Firm P.A.

First name: Richard
Middle initial: m.
Last name: Dearnley
Entity:
Title:
Address:
City:
State:
Zip:
Country:
Facsimile:
Phone:
Email:

REDACTED

Plaintiff certifies that:

1. Plaintiff has reviewed the complaint and authorized its filing.
2. Plaintiff did not acquire the security that is the subject of this action at the direction of plaintiff's counsel or in order to participate in this private action or any other litigation under the federal securities laws.
3. Plaintiff is willing to serve as a representative party on behalf of a class, including providing testimony at deposition and trial, if necessary.
4. Plaintiff represents and warrants that he/she/it is fully authorized to enter into and execute this certification.
5. Plaintiff will not accept any payment for serving as a representative party on behalf of the class beyond the Plaintiff's pro rata share of any recovery, except such reasonable costs and expenses (including lost wages) directly relating to the representation of the class as ordered or approved by the court.
6. Plaintiff has made no transaction(s) during the Class Period in the debt or equity securities that are the subject of this action except those set forth below:

Acquisitions:

Type of Security	Buy Date	# of Shares	Price per Share
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See attached Schedule A

Sales:

Type of Security	Sale Date	# of Shares	Price per Share
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See attached Schedule A

Certification for Richard Dearnley (cont.)

7. I have not served as a representative party on behalf of a class under the federal securities laws during the last three years, except if detailed below.

I have aggregated some tax lots.

I declare under penalty of perjury, under the laws of the United States, that the information entered is accurate:

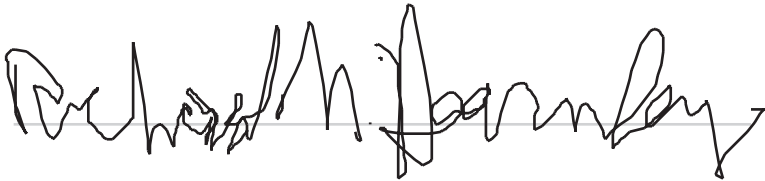
YES

By clicking on the button below, I intend to sign and execute this agreement and retain the Rosen Law Firm, P.A. to proceed on Plaintiff's behalf, on a contingent fee basis.

YES

Signed pursuant to California Civil Code Section 1633.1, et seq. - and the Uniform Electronic Transactions Act as adopted by the various states and territories of the United States.

Date of signing: 06/22/2018

A handwritten signature in black ink, appearing to read "Richard Dearnley", written over a horizontal line.

SCHEDULE A
RICHARD DEARNLEY
TRANSACTIONS (APRIL 27, 2017 THROUGH APRIL 20, 2018)

PURCHASES			SALES		
DATE	SHARES	PRICE	DATE	SHARES	PRICE
01/09/2018	800	\$11.07	04/27/2018	8,842	\$5.24
01/09/2018	4,200	\$11.06	04/27/2018	1,700	\$5.05
01/09/2018	3,950	\$10.97	04/27/2018	1,058	\$5.24
01/09/2018	100	\$10.95	04/27/2018	900	\$5.06
01/09/2018	950	\$10.94	04/27/2018	500	\$5.06
01/11/2018	6,000	\$11.59	04/27/2018	400	\$5.06
02/15/2018	10,000	\$10.84	04/27/2018	200	\$5.06
			04/27/2018	100	\$5.06
			04/27/2018	100	\$5.24
			04/27/2018	100	\$5.06
			04/27/2018	100	\$5.06
			05/22/2018	12,000	\$6.16